

Exhibit D



**THIS DOCUMENT WAS
PREPARED BY:**

Katten Muchin Rosenman LLP
525 W. Monroe Street
Chicago, Illinois 60661
Attn: Brian Spangler, Esq.

Doc# 1732129079 Fee \$46.00

RHSP FEE:\$9.00 RPRF FEE: \$1.00

KAREN A. YARBROUGH

COOK COUNTY RECORDER OF DEEDS

DATE: 11/17/2017 03:16 PM PG: 1 OF 5

**AFTER RECORDING
RETURN TO:**

Norton Rose Fulbright US LLP
1301 Avenue of the Americas
New York, NY 10019
Attn: Douglas J. Danzig, Esq.

[THIS SPACE RESERVED FOR RECORDING DATA.]

SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED (the “Deed”), is made as of this 16th day of November, 2017, by CHICAGO 500 NORTH MICHIGAN LLC, a Delaware limited liability company (the “Grantor”), having an office at c/o The Macerich Company, 401 Wilshire Blvd., Suite 700, Santa Monica, CA 90401, to 500 NMA ACQUISITION CO LLC, a Delaware limited liability company (“500 NMA”) having an office at c/o Tarpley 500 NMA CORP MBR, Bryan Cave, 1290 Avenue of the Americas, New York, New York 10104, and FINE ARTS NY LLC, a New York limited liability company (“Fine Arts,” and together with 500 NMA, “Grantee”), having an office at c/o NYC MGMT, 381 Park Avenue South, New York, New York 10016.

WITNESSETH:

That the Grantor for and in consideration of the sum of TEN AND 00/100THS DOLLARS (\$10.00) and other good and valuable consideration in hand paid by the Grantee, the receipt and sufficiency of which is hereby acknowledged, by these presents does **GRANT, REMISE, RELEASE, ALIEN, SELL AND CONVEY** unto (a) 500 NMA and its successors and assigns **FOREVER** an undivided 56.5% interest as tenant-in-common in all of the real estate, situated in the County of Cook and State of Illinois, commonly known as 500 North Michigan Avenue, Chicago, Illinois and legally described on **Exhibit A** attached hereto and made a part hereof together with the building structures, fixtures, and other improvements located on said real estate (the “Property”), subject to all matters set forth on **Exhibit B** attached hereto and made a part hereof (the “Permitted Exceptions”), and (b) Fine Arts and its successors and assigns **FOREVER**, an undivided 43.5% interest as tenant-in-common in all of the Property, subject to all Permitted Exceptions.

TO HAVE AND TO HOLD the Property subject only to the Permitted Exceptions, unto the Grantee and their respective successors and assigns forever.

Grantor does covenant, promise and agree, to and with the Grantee and their respective successors and assigns, that it has not done, or suffered to be done, anything whereby the

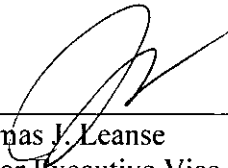
COMMONWEALTH LAND TITLE 024601719
171

Bm

IN WITNESS WHEREOF, the Grantor has caused its name to be signed to these presents on the date first set forth above.

GRANTOR:

CHICAGO 500 NORTH MICHIGAN LLC,
a Delaware limited liability company

By: 
Name: Thomas J. Leanse
Title: Senior Executive Vice President,
Chief Legal Officer and Secretary

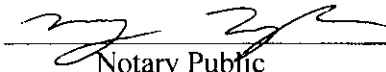
A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

On October 19, 2017, before me, Mary Taylor, Notary Public, personally appeared Thomas J. Leanse, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.


Notary Public

(Seal)



MAIL SUBSEQUENT TAX BILLS TO:

500 NMA Acquisition Co LLC
500 N Michigan Ave, Suite 2008
Chicago, IL 60611
Attn: Property Manager




EXHIBIT A TO SPECIAL WARRANTY DEED**LEGAL DESCRIPTION**

THE EAST 40.00 FEET OF LOT 8, ALL OF LOTS 9 AND 10 AND THE WEST 1/2 OF LOT 11 IN BLOCK 17 IN KINZIE'S ADDITION TO CHICAGO IN THE NORTH FRACTIONAL SECTION 10, TOWNSHIP 39 NORTH, RANGE 14, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS.

Common Address: 500 N. Michigan Avenue, Chicago, Illinois

PIN: 17-10-125-011-0000

REAL ESTATE TRANSFER TAX		17-Nov-2017
	CHICAGO:	647,625.00
	CTA:	259,050.00
	TOTAL:	906,675.00 *
17-10-125-011-0000 20171001632081 1-237-764-128		
* Total does not include any applicable penalty or interest due.		



REAL ESTATE TRANSFER TAX		17-Nov-2017
 	COUNTY:	43,175.00
	ILLINOIS:	86,350.00
	TOTAL:	129,525.00
17-10-125-011-0000 20171001632081 0-031-268-896		



EXHIBIT B TO SPECIAL WARRANTY DEED

PERMITTED EXCEPTIONS

1. REAL ESTATE TAXES FOR THE 2017 CALENDAR YEAR, WHICH ARE LIENS NOT YET DUE AND PAYABLE.
2. THE LAND LIES WITHIN THE BOUNDARIES OF A SPECIAL SERVICE AREA AS DISCLOSED BY ORDINANCE RECORDED AS DOCUMENT 91075841, AND IS SUBJECT TO ADDITIONAL TAXES UNDER THE TERMS OF SAID ORDINANCE AND SUBSEQUENT RELATED ORDINANCES.
3. ENCROACHMENT OF THE STEEL AND CONCRETE PLATFORM LOCATED MAINLY ON THE LAND ONTO THE PROPERTY EAST AND ADJOINING (MICHIGAN AVENUE) BY APPROXIMATELY 10 FEET.
4. EXISTING UNRECORDED LEASES AND ALL RIGHTS THEREUNDER OF THE LESSEES AND OF ANY PERSON OR PARTY CLAIMING BY, THROUGH OR UNDER THE LESSEES.



STATEMENT OF OWNER RELATING TO PROPERTY MANAGER

AND

FINAL WAIVER OF LIEN BY PROPERTY MANAGER

Whereas, the undersigned CBRE, Inc., a Delaware corporation has been employed by Chicago 500 North Michigan LLC to furnish services as the property manager at the premises commonly known as 500 North Michigan Avenue, Chicago, Illinois and legally described in Commitment Number 2010 C24601719 dated September 27, 2017

The undersigned, for and in consideration of Ten and No/100 (\$10.00) Dollars, and other good and valuable considerations, the receipt whereof is hereby acknowledged do, hereby waive and release any and all lien or claim or right to a lien under the Statutes of Illinois relating to Mechanic's Lien, on the above described premises and improvements thereon and on the monies or other considerations due or becoming due from the owner on account of labor or services, materials, fixtures, apparatus or machinery heretofore furnished or which may be furnished at any time hereafter by the undersigned for the above described premises.

Dated this 17 day of October, 2017.

Chicago 500 North Michigan LLC,
a Delaware limited liability company

BY: CBRE, Inc., a Delaware corporation

BY:

Name of PROPERTY MANAGER

Signature of OWNER OR AGENT

Jennifer Siragusa
Signature of PROPERTY MANAGER

Thomas J. Leanse

321 North Clark, Chicago, IL
Address of PROPERTY MANAGER

401 Wilshire Blvd, Suite 700, Santa Monica, Ca 90401

Address of OWNER OR AGENT

AFFIDAVIT

The undersigned, Jennifer Siragusa, first duly sworn, deposes and says that he is General Manager, of CBRE, Inc., a Delaware corporation employed as the property manager by Chicago 500 North Michigan LLC, Owner of the land referred to above, for the building(s) located at 500 North Michigan Avenue, Chicago, Illinois.

Affiant makes the following statement:

that there are no contracts for outstanding work, and that there is nothing due to any person for material labor or other work of any kind done or to be done upon or in connection with the premises noted herein. No contracts have been let, either verbal or written by the undersigned as agent for the owner.

Dated this 17 day of October, 2017.

SUBSCRIBED and SWORN to before me

BY:

Jennifer Siragusa
Name of PROPERTY MANAGER

this 17th day of October 2017

Theresa A. Carrillo
Notary Public

